

Exhibit 18

BARTLEY F. LIVOLSKI
AMY BARTOLETTI vs CITIGROUP INC.

August 28, 2012

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1
2 UNITED STATES DISTRICT COURT
3 SOUTHERN DISTRICT OF NEW YORK
4 Case No. 10-CIV-7820

5 -----X
6 AMY BARTOLETTI, CHIA SIU,
7 NADINE MENTOR, LISA CONLEY
8 AND BRITTANY SHARPTON,

9 Plaintiffs,

10 -against-

11 CITIGROUP INC. AND CITIGROUP
12 GLOBAL MARKETS, INC.,

13 Defendants.
14 -----X

15 August 28, 2012
16 9:32 A.M.

17 Videotaped deposition of
18 Defendant, by Bartley F. Livolski, taken
19 pursuant to Notice, held at the offices of
20 Thompson Wigdor LLP, 85 Fifth Avenue, New
21 York, New York 10003 before Angela Castoro, a
22 Registered Professional Reporter and Notary
23 Public of the State of New York.
24
25



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<p style="text-align: right;">Page 45</p> <p>1 B. F. LIVOLSKI</p> <p>2 about her relationships with clients.</p> <p>3 Q. Anyone else?</p> <p>4 A. Possibly Kristen Johanson, but I</p> <p>5 am not sure.</p> <p>6 Q. Why would you have spoken to</p> <p>7 Kristen Johanson?</p> <p>8 A. Kristen Johanson was a senior</p> <p>9 banker in the State of Connecticut and, you</p> <p>10 know, I can't say for sure that Kristen has</p> <p>11 never come to me and said, I worked with</p> <p>12 Nadine on this and she was very good or she</p> <p>13 was very bad.</p> <p>14 Q. I believe you also testified that</p> <p>15 in connection with identifying a candidate for</p> <p>16 layoff you reviewed banking skills; is that</p> <p>17 correct?</p> <p>18 MR. BATTAGLIA: Objection. You</p> <p>19 can answer.</p> <p>20 A. Banking skills would have been</p> <p>21 defined. I would have been told about banking</p> <p>22 skills basically from the regional manager.</p> <p>23 Q. What was your view of Nadine's</p> <p>24 banking skills?</p> <p>25 MR. BATTAGLIA: Objection.</p>	<p style="text-align: right;">Page 47</p> <p>1 B. F. LIVOLSKI</p> <p>2 these conversations with.</p> <p>3 Q. Is that true as of November 2008?</p> <p>4 MR. BATTAGLIA: Objection.</p> <p>5 A. It would be true, sure. It would</p> <p>6 be true that I wouldn't remember those</p> <p>7 conversations.</p> <p>8 Q. Did you and Norm Pellegrini</p> <p>9 identify Nadine together as a candidate for</p> <p>10 layoff?</p> <p>11 A. I don't recall that.</p> <p>12 Q. Who would have identified her for</p> <p>13 layoff?</p> <p>14 A. We could have identified her</p> <p>15 together. He may have suggested it. I would</p> <p>16 have thought about everybody within the region</p> <p>17 and decided on, you know, what their skills</p> <p>18 were, what their client base was and</p> <p>19 unfortunately picked those that, you know, we</p> <p>20 would conclude were the most expendable.</p> <p>21 You have to understand something,</p> <p>22 every banker looked at during any of these</p> <p>23 RIFs, these were qualified people. We were</p> <p>24 cutting into muscle. We were not eliminating</p> <p>25 people that weren't good. So you had to be,</p>
<p style="text-align: right;">Page 46</p> <p>1 B. F. LIVOLSKI</p> <p>2 A. My impression was enthusiastic,</p> <p>3 inexperienced.</p> <p>4 MR. BATTAGLIA: Enthusiastic,</p> <p>5 inexperienced?</p> <p>6 THE WITNESS: Enthusiastic as a</p> <p>7 banker, inexperienced as a banker.</p> <p>8 Q. You didn't work with her on any of</p> <p>9 the transactions, though, did you?</p> <p>10 MR. BATTAGLIA: Objection.</p> <p>11 A. Not that I recall.</p> <p>12 Q. How did you form this opinion of</p> <p>13 Nadine's banking skills?</p> <p>14 MR. BATTAGLIA: Objection. Asked</p> <p>15 and answered.</p> <p>16 A. I would have picked that up mostly</p> <p>17 from the regional manager, as well as</p> <p>18 potentially conversations with her related to</p> <p>19 just facts within the industry.</p> <p>20 Q. What do you mean by "facts within</p> <p>21 the industry"?</p> <p>22 A. Well, techniques, ideas,</p> <p>23 structures, etc.. I may have, may not have.</p> <p>24 I have approximately 55 people working in</p> <p>25 regions. I can't remember which ones I've had</p>	<p style="text-align: right;">Page 48</p> <p>1 B. F. LIVOLSKI</p> <p>2 you know -- you had to look at exactly, you</p> <p>3 know, what their value would be versus others</p> <p>4 within the department and then make a decision</p> <p>5 accordingly.</p> <p>6 Q. You testified earlier that you</p> <p>7 didn't have to identify anyone for layoff,</p> <p>8 correct?</p> <p>9 MR. BATTAGLIA: Objection.</p> <p>10 A. I just finished saying that we</p> <p>11 identified -- we looked at everyone throughout</p> <p>12 the department.</p> <p>13 Q. But you testified earlier that you</p> <p>14 didn't have to identify anyone, correct?</p> <p>15 MR. BATTAGLIA: Objection.</p> <p>16 A. What I testified, to my</p> <p>17 recollection, was that I didn't have to select</p> <p>18 anyone from any specific region.</p> <p>19 Q. Okay. Now in connection with your</p> <p>20 review of identifying candidates for layoff,</p> <p>21 did you review how much money someone made?</p> <p>22 MR. BATTAGLIA: Objection.</p> <p>23 A. I would not have specifically</p> <p>24 looked at revenue sheets because, as I said</p> <p>25 before, we are an inclusive organization. So</p>

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1 B. F. LIVOLSKI
2 if someone happens to be involved in a lot of
3 transactions, they will have a revenue number
4 next to their name for each and every one of
5 those transactions, regardless of the amount
6 of participation they had within the account.
7 Q. All right. I don't think that --
8 I don't know what you just answered, but my
9 question was: Did you look at anyone's total
10 compensation?
11 MR. BATTAGLIA: Objection. I
12 don't know if that was your question,
13 but --
14 MR. DATOO: Why don't we read back
15 my question.
16 A. I thought your question was
17 revenues.
18 (Record read.)
19 MR. BATTAGLIA: I think he
20 answered that to the best he understood
21 it.
22 A. I understood it to mean what they
23 made in terms of generating revenue.
24 Q. Okay. How about in terms of what
25 they earned?

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1 B. F. LIVOLSKI
2 MR. BATTAGLIA: Objection.
3 Q. How much were they paid by
4 Citigroup.
5 A. Each person's -- each person I am
6 sure was reviewed as to what their
7 compensation package was.
8 Q. So was this one of the criteria
9 that you employed?
10 A. It was not a significant factor,
11 but could have very well have been something
12 that factored into the overall decision.
13 Q. And did you look at any documents
14 regarding how much money people were paid by
15 Citigroup?
16 A. I don't recall that.
17 Q. So how would you have known how
18 much money each person made?
19 MR. BATTAGLIA: Objection. You
20 may answer.
21 A. I said I could have looked at it
22 and I don't recall doing it.
23 Q. Do you recall if Norm Pellegrini
24 did it?
25 A. I don't know what Norm Pellegrini

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1 B. F. LIVOLSKI
2 did.
3 Q. Did you ask him to do anything on
4 his own with respect to identifying candidates
5 for layoff?
6 MR. BATTAGLIA: Objection. You
7 may answer.
8 A. I don't recall that.
9 Q. So as far as you know, everything
10 you did was to together regarding identifying
11 candidates?
12 MR. BATTAGLIA: Objection.
13 A. I can't answer that. I don't
14 know.
15 MR. BATTAGLIA: Do you want to
16 take a brief break?
17 MR. DATOO: Sure.
18 THE VIDEOGRAPHER: We're off the
19 record at approximately 10:27 A.M..
20 (Recess taken.)
21 THE VIDEOGRAPHER: This is the
22 beginning of disk number two of the
23 deposition. We're now going back on the
24 record at approximately 10:39 A.M..
25 Q. I believe, and please correct me

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1 B. F. LIVOLSKI
2 if I am wrong, you testified earlier that you
3 and Mr. Pellegrini discussed everyone in his
4 group when determining who to identify for
5 layoff; is that correct?
6 A. Yes, I would have been shocked if
7 we didn't.
8 MR. BATTAGLIA: Just to confirm,
9 November 2008?
10 MR. DATOO: Yes.
11 Q. Everything is about the layoff in
12 November 2008?
13 A. Yes.
14 MR. BATTAGLIA: Thank you.
15 Q. Now with respect to Nadine, do you
16 recall what you discussed with Mr. Pellegrini
17 about her?
18 MR. BATTAGLIA: I am sorry, I did
19 not hear that.
20 Q. With respect to Nadine Mentor, do
21 you recall what you discussed with
22 Mr. Pellegrini about her?
23 MR. BATTAGLIA: Objection. Asked
24 and answered.
25 A. We would have talked about her

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2 client, her potential client base or accounts
3 that she -- were out there that if she weren't
4 part of the organization, how would it effect
5 our southeast operation. I remember
6 discussion of having talked about her being a
7 director first as a vice president, in that
8 she probably was promoted too quickly.
9 And we talked about every
10 individual in the region and what their focus
11 was, what their contribution to a specific
12 product or geographic location was. And at
13 the end of the day, we concluded that Nadine
14 and Brent would have effected, if they were
15 not part of the organization, would effect us
16 the least.
17 Q. Do you recall looking at how much
18 money she was paid by Citigroup?
19 MR. BATTAGLIA: Objection. You
20 can answer.
21 A. I don't recall.
22 Q. Do you recall looking at the
23 number of transactions she worked on?
24 A. I don't recall that.
25 Q. Do you recall looking at the

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1 B. F. LIVOLSKI
2 amount of revenue that was generated from the
3 transactions she worked on?
4 A. I don't recall if we did.
5 Possible.
6 Q. Do you recall looking at the
7 clients she covered?
8 MR. BATTAGLIA: Objection.
9 A. I don't recall that. Again, I'd
10 like to indicate that, as I said before, our
11 reporting of bankers working on clients and
12 their contribution was very liberal. We
13 encouraged team play, and as a result, we put
14 a lot of bankers on a lot of accounts so that
15 all of the resources of public finance could
16 be brought to bear on any transaction.
17 Q. Did you talk about Nadine's work
18 performance with Mr. Pellegrini?
19 MR. BATTAGLIA: Objection.
20 A. I don't recall that.
21 Q. What did you think about her work
22 performance?
23 MR. BATTAGLIA: Objection. You
24 may answer.
25 A. You know, my limited experience

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1 B. F. LIVOLSKI
2 with her was that she was doing her job.
3 Q. Well, she was promoted early to
4 director, wasn't she?
5 MR. BATTAGLIA: Yes.
6 A. Yes.
7 Q. So she was doing a pretty good
8 job, wasn't she?
9 MR. BATTAGLIA: Objection.
10 A. Depending on what you think of
11 being a director versus a vice president.
12 Q. Well, how about what you think.
13 A. Well, I think that director is a
14 nice title that is something that a lot of
15 people get and have. It helps them in their
16 stature within the industry, and generally it
17 is an irrelevant title. It is a title within
18 our division. It is a title that you could --
19 we have directors that do vice president's
20 work and we have vice presidents that do
21 directors work.
22 The most meaningful titles within
23 the divisions are the one that are corporate
24 titles, managing director. So making someone
25 a director -- and I am not suggesting that

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1 B. F. LIVOLSKI
2 Nadine didn't earn it or didn't deserve it,
3 all I am saying is that from my perspective
4 that was a way of satisfying and encouraging
5 employees to continue to be successful and
6 work hard.
7 Q. If a director title is irrelevant,
8 why did you just testified that you promoted
9 her too early?
10 A. Well, because what happens is
11 sometimes bankers put too much -- they have
12 too much expectation either on themselves or
13 in the group that they are working on. They
14 are viewed as a director, when in fact they
15 are really doing vice president's work.
16 My feeling was at that point, that
17 although Nadine was maturing and growing and
18 that that title was a nice title, you know, to
19 have her on her business card, that she was
20 doing basically, from what I could ascertain
21 from Norm, vice president's work.
22 Q. Well, she was a rare talent,
23 wasn't she?
24 MR. BATTAGLIA: Objection.
25 A. How do you define that?

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<p style="text-align: right;">Page 65</p> <p>1 B. F. LIVOLSKI</p> <p>2 what, you know, clients she was working on.</p> <p>3 Now whether it was excellent or</p> <p>4 not, that may have been an exaggeration. I am</p> <p>5 not saying it was, it may have been.</p> <p>6 Q. To go on, you used the word</p> <p>7 "minder" what do you mean by minder?</p> <p>8 A. You mind accounts, basically you</p> <p>9 continue to pay attention to them.</p> <p>10 MR. BATTAGLIA: Objection.</p> <p>11 A. You provide them with ideas, etc..</p> <p>12 Q. What do you mean by "grinder"?</p> <p>13 A. Grinder is somebody that spends</p> <p>14 the time working on transactions, ideas, etc..</p> <p>15 Q. What do you mean by "finder"?</p> <p>16 A. Finder is a somebody who goes out</p> <p>17 and is able to get business, sign up business.</p> <p>18 Q. And what do you mean by "binder"?</p> <p>19 A. Binder is somebody that puts a</p> <p>20 transaction together, all the way from market</p> <p>21 -- you hired start to put the transaction</p> <p>22 together, all the documentation, you turn it</p> <p>23 over to our syndicate desk who markets the</p> <p>24 transaction and then we close it within a</p> <p>25 couple of weeks. That's what a binder is.</p>	<p style="text-align: right;">Page 67</p> <p>1 B. F. LIVOLSKI</p> <p>2 I want nothing more than to see</p> <p>3 Nadine become a senior person within our</p> <p>4 department. I think she had skills. I think</p> <p>5 she still has skills and there was no reason</p> <p>6 for me to say congratulations and leave it at</p> <p>7 that. My job is to encourage people to</p> <p>8 continue to move forward and perform.</p> <p>9 Q. Did you ever review any of</p> <p>10 Nadine's performance evaluations?</p> <p>11 A. I don't recall.</p> <p>12 Q. Do you use the term "develop</p> <p>13 business"?</p> <p>14 MR. BATTAGLIA: Objection.</p> <p>15 A. I may have over the course of my</p> <p>16 career. I have been doing this 40 years.</p> <p>17 Q. When you use the word "develop</p> <p>18 business," what do you mean by that?</p> <p>19 A. To me it would be -- I would</p> <p>20 define that as going out and working with a</p> <p>21 client to either get that client to either get</p> <p>22 that client to hire our organization or</p> <p>23 develop a concept or an idea that client could</p> <p>24 look at and then hire us for.</p> <p>25 Develop business is to me a person</p>
<p style="text-align: right;">Page 66</p> <p>1 B. F. LIVOLSKI</p> <p>2 Q. And is it rare to find someone</p> <p>3 with these four qualities?</p> <p>4 A. No. No, it is not.</p> <p>5 Q. In your --</p> <p>6 A. Not at Citigroup. Not at Smith --</p> <p>7 let's call it Smith Barney, it's easier for</p> <p>8 me.</p> <p>9 Q. Do you mind if we call it</p> <p>10 Citigroup, because it is probably easier for</p> <p>11 all of us?</p> <p>12 MR. BATTAGLIA: You could use</p> <p>13 either interchangeably, we all know who</p> <p>14 you are talking about.</p> <p>15 A. It took me a long to get to Citi,</p> <p>16 okay.</p> <p>17 Q. If you just read the next</p> <p>18 sentence, "it is a rare talent." So it is not</p> <p>19 a rare talent, is it?</p> <p>20 MR. BATTAGLIA: Objection. Asked</p> <p>21 and answered.</p> <p>22 A. Again, you know, you breaking down</p> <p>23 every word and the reality is this document</p> <p>24 was in response to her letter and it was there</p> <p>25 to encourage her to continue to perform.</p>	<p style="text-align: right;">Page 68</p> <p>1 B. F. LIVOLSKI</p> <p>2 who is responsible for in effect getting that</p> <p>3 client in the door.</p> <p>4 Q. With your understanding with it or</p> <p>5 your use of the term develop business, can</p> <p>6 someone's develop business be documented?</p> <p>7 MR. BATTAGLIA: Objection.</p> <p>8 A. I don't -- I really -- I don't</p> <p>9 know how you can -- I don't know. I don't</p> <p>10 know. I guess people have different styles,</p> <p>11 they could do whatever they want to do. I</p> <p>12 don't know how you can document developing</p> <p>13 business.</p> <p>14 Q. Can you measure it in any way?</p> <p>15 MR. BATTAGLIA: Objection.</p> <p>16 A. I think the way you measure</p> <p>17 develop business is typically the senior</p> <p>18 banker continues to have a relationship with</p> <p>19 that account.</p> <p>20 Q. Did you ever hear Mr. Pellegrini</p> <p>21 use the term "develop business"?</p> <p>22 A. I don't recall that.</p> <p>23 Q. Did you ever recall Mr. Pellegrini</p> <p>24 using the term in connection with your</p> <p>25 discussions regarding the November 2008</p>

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1 B. F. LIVOLSKI
2 layoff?
3 MR. BATTAGLIA: Objection.
4 A. I don't recall that.
5 Q. Is it fair to say that you and
6 Mr. Pellegrini made the decision to select
7 Nadine for layoff?
8 A. That's fair.
9 Q. And once you identified Nadine for
10 layoff, what did you do?
11 A. I don't recall.
12 Q. Did you speak to Frank Chin?
13 A. Likely.
14 Q. Did you let him know?
15 A. Likely.
16 Q. Did you do anything else?
17 A. It was what five, six years ago.
18 Q. Four years ago.
19 A. Four years ago. I can't remember.
20 Q. Do you know if Mr. Pellegrini did
21 anything else after Nadine was identified for
22 layoff?
23 A. I don't recall.
24 Q. Did you agree with the decision to
25 select Nadine for layoff?

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1 B. F. LIVOLSKI
2 A. Yes.
3 MR. BATTAGLIA: Objection.
4 Q. How about Mr. Wilder?
5 A. Yes.
6 Q. Were there any other people you
7 discussed with Mr. Pellegrini that you
8 identified for layoff?
9 MR. BATTAGLIA: Objection.
10 A. Well, I could tell you that we
11 probably discussed every person. As I said
12 before, the objective was to come to the
13 proper conclusions. I would have thought that
14 we would have touched on each person. That
15 they may not have been lengthy conversations,
16 but we would have touched on each person.
17 As an example, we would have
18 talked about Michael Ho. Michael Ho has, you
19 know, dominated business in the south of
20 Florida, Louisiana, Tennessee. A significant
21 producer and someone who has worked on many of
22 the accounts that I had established over the
23 years.
24 Mike Baldwin would have been
25 somebody who has dominated the school business

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1 B. F. LIVOLSKI
2 given the problems that the industry was
3 having with derivatives, it made sense that he
4 would be part of our organization going
5 forward.
6 Q. How about Robert Szostak?
7 A. Robert Szostak, I don't recall
8 talking about him. He is a public power guy,
9 good experience, did some work in the western
10 part of the state, probably focused more on
11 power and possibly renewals, renewal of merge.
12 Q. Did you talk about Nadine?
13 MR. BATTAGLIA: Objection.
14 A. Of course we talked about Nadine.
15 I remember discussing Connecticut because I
16 knew secondhand from Kristen that she had been
17 involved in Connecticut. We talked about what
18 other areas did she have a significant role or
19 a major influence. And quite frankly, there
20 weren't.
21 Q. How about Broward County?
22 A. We may have -- she may have been
23 asked to work in Broward County, help us
24 there.
25 Q. Did you discuss the Virgin



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1 B. F. LIVOLSKI
2 Islands?
3 A. With Norm Pellegrini?
4 Q. Yes.
5 A. I don't recall that.
6 Q. With respect to Michael Baldwin
7 you said he was involved in the school
8 business?
9 A. School districts, that's one part
10 of his responsibility.
11 Q. What was the other part?
12 A. He would do general regional
13 business, county business, etc..
14 Q. Did anyone else do school district
15 transactions in the southeast?
16 MR. BATTAGLIA: Objection.
17 A. Prior to Mike Baldwin joining the
18 firm, Rick Paterson had spent time in that
19 area. He probably -- he might have very well
20 had one or two accounts that he continued to
21 work on, even when he was a derivative banker.
22 Michael Ho may have worked on a school
23 district.
24 Years ago I probably worked on
25 school districts myself. I couldn't be

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1 B. F. LIVOLSKI
2 specific.
3 Q. How was the school district
4 business doing in 2008?
5 A. It was a, my recollection, it was
6 a fairly good business.
7 Q. What does that mean?
8 A. Is that it was consistent. There
9 were, you know, transactions that were out
10 there that were either, you know, potentially
11 getting done or would be done for the future.
12 There would be needs, construction needs for
13 schools. Florida was a growing community in
14 those days. And there would have been -- it
15 was likely that there would be expansion in
16 the school district space.
17 School districts, just so we're
18 clear, is defined as K through 12 in Florida.
19 Q. Do you know how much revenue
20 Citigroup generated from school district
21 transactions?
22 A. Since when?
23 Q. In '08.
24 A. No, I don't have any idea.
25 Q. Do you know if it was a long

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1 B. F. LIVOLSKI
2 running?
3 A. I couldn't say for sure.
4 Q. Do you know how much revenue
5 Michael Baldwin generated for Citigroup in
6 2008?
7 A. Who?
8 Q. Michael Baldwin.
9 MR. BATTAGLIA: Objection.
10 A. I don't recall that.
11 Q. Do you know if it was more than a
12 million dollars?
13 MR. BATTAGLIA: Objection.
14 A. I didn't hear that.
15 Q. Do you know if it was more than a
16 million dollars?
17 MR. BATTAGLIA: Objection.
18 A. I don't recall that. I don't
19 know.
20 Q. If it was less than a million
21 dollars, would you be surprised?
22 MR. BATTAGLIA: Objection.
23 A. This is a roller coaster, revenues
24 are up and down. Very few bankers grow their
25 revenues this way. It is a question of what

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1 B. F. LIVOLSKI
2 your focus is, what your client base is, what
3 your clients base is doing. Are they in the
4 market, will they be in the market.
5 So if you tell me that Michael
6 Baldwin generated less than a million dollars,
7 it would probably surprise me, but it wouldn't
8 shock me. And you know, that's the business.
9 I mean, if you looked at the
10 revenue sheets that I -- from myself over the
11 years, I guarantee you that they didn't go
12 straight up. So it is just not -- you are not
13 subjected to just the work you do. You are
14 not subjected to just the -- you know, if the
15 hearty work, the more revenues generated.
16 Your clients have to be in the
17 marketplace. And part of our business is not
18 just writing tickets in any given year, it is
19 about continuing to grow a business, create a
20 stable of clients and position yourself to do
21 financing so in fact they are in the
22 marketplace.
23 Q. Now you just mentioned revenue
24 sheets. What are you referring to?
25 A. Well, that's just a general term.

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<p style="text-align: right;">Page 85</p> <p>1 B. F. LIVOLSKI</p> <p>2 I will wait and see if you lay a</p> <p>3 foundation for his knowledge of them.</p> <p>4 Q. Did you have an opportunity to</p> <p>5 review the document?</p> <p>6 A. Thank you.</p> <p>7 Q. Have you had an opportunity to</p> <p>8 review it?</p> <p>9 A. I have, yes.</p> <p>10 Q. Have you seen any of these</p> <p>11 documents before?</p> <p>12 A. I don't recall them.</p> <p>13 Q. Do you recall if Nadine Mentor</p> <p>14 covered Miami Dade County?</p> <p>15 MR. BATTAGLIA: Objection.</p> <p>16 A. She may have been one of the</p> <p>17 bankers assigned to it.</p> <p>18 Q. Do you know who had the primary</p> <p>19 relationship with Miami Dade County?</p> <p>20 A. Yeah. I mean, as far as I have</p> <p>21 known historically it would have been Norm</p> <p>22 Pellegrini.</p> <p>23 Q. Do you know who is the lead banker</p> <p>24 for Miami Dade County?</p> <p>25 MR. BATTAGLIA: Objection.</p>	<p style="text-align: right;">Page 87</p> <p>1 B. F. LIVOLSKI</p> <p>2 A. I couldn't say that she was the</p> <p>3 primary banker. It was probably Mike Baldwin,</p> <p>4 but I -- but she very well could have been</p> <p>5 part of the team.</p> <p>6 Q. Do you know if Nadine covered</p> <p>7 Miami Dade Expressway Authority?</p> <p>8 A. She may have.</p> <p>9 Q. Do you know who was the lead</p> <p>10 banker?</p> <p>11 A. I would envision that it was Norm</p> <p>12 Pellegrini.</p> <p>13 Q. Do you know, are you guessing?</p> <p>14 A. I am guessing.</p> <p>15 Q. Do you know who the primary</p> <p>16 relationship with Miami Dade Expressway</p> <p>17 Authority was?</p> <p>18 A. Excuse me?</p> <p>19 Q. Do you know who had the primary</p> <p>20 relationship with Miami Dade Expressway?</p> <p>21 A. I would make the assumption it was</p> <p>22 Norm Pellegrini because he handled those</p> <p>23 accounts for many years.</p> <p>24 Q. Do you know if Nadine covered the</p> <p>25 City of North Miami?</p>
<p style="text-align: right;">Page 86</p> <p>1 B. F. LIVOLSKI</p> <p>2 A. I would have to say it would be</p> <p>3 Norm Pellegrini.</p> <p>4 Q. Do you know that or are you</p> <p>5 guessing?</p> <p>6 A. Well, logical conclusion would be</p> <p>7 that if you are the responsible -- if you are</p> <p>8 the senior banker for the account and you have</p> <p>9 the relationship, you are technically the lead</p> <p>10 banker. That doesn't necessarily mean you are</p> <p>11 working on that account day to day, but are</p> <p>12 technically the lead banker.</p> <p>13 Q. Do you know if Nadine covered the</p> <p>14 City of Miami?</p> <p>15 MR. BATTAGLIA: Objection.</p> <p>16 A. Possibly.</p> <p>17 Q. Do you know who was the lead</p> <p>18 banker for that client?</p> <p>19 A. No.</p> <p>20 Q. Do you know who was the person</p> <p>21 with primary responsibility for the</p> <p>22 relationship?</p> <p>23 A. I can't -- I have no idea.</p> <p>24 Q. Do you know if Nadine covered</p> <p>25 Miami Dade schools?</p>	<p style="text-align: right;">Page 88</p> <p>1 B. F. LIVOLSKI</p> <p>2 A. Can you are you repeat, please?</p> <p>3 Q. Do you know if Nadine covered the</p> <p>4 City of North Miami?</p> <p>5 A. I don't know.</p> <p>6 MR. BATTAGLIA: Objection.</p> <p>7 Q. Do you know who had the primary</p> <p>8 relationship of that client?</p> <p>9 A. I don't know.</p> <p>10 Q. Do you know if Nadine covered City</p> <p>11 of North Miami CRA?</p> <p>12 A. I don't know.</p> <p>13 Q. Do you know who was the lead</p> <p>14 banker for that client?</p> <p>15 A. I don't know.</p> <p>16 Q. Do you know who had the primary</p> <p>17 relationship with that client?</p> <p>18 A. I don't know.</p> <p>19 Q. Do you know if Nadine covered</p> <p>20 Broward County?</p> <p>21 A. She probably was involved in</p> <p>22 Broward County, yes.</p> <p>23 Q. Do you know who was the lead</p> <p>24 banker for Broward County?</p> <p>25 A. There I think it was Norm</p>

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1 B. F. LIVOLSKI
2 Pellegrini.
3 Q. Do you know who had the primary
4 relationship with Broward County?
5 A. It would have been Norm
6 Pellegrini.
7 Q. Do you know if Nadine covered the
8 City of Hollywood, Florida?
9 A. I don't know.
10 Q. Do you know who was the lead
11 banker for that client?
12 A. I don't know.
13 Q. Do you know who had the primary
14 relationship with that client?
15 A. I don't know.
16 Q. Do you know if Nadine covered the
17 City of Hollywood Beach CRA?
18 A. I have no idea.
19 Q. Do you know who was the lead
20 banker?
21 A. I have no idea.
22 Q. Do you know who had the primary
23 relationship with that client?
24 A. No.
25 Q. Do you know if Nadine covered

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1 B. F. LIVOLSKI
2 Orange County Expressway Authority?
3 A. No.
4 Q. Do you know who was the lead
5 banker for that?
6 A. Norm Pellegrini.
7 Q. Do you know who had the primary
8 relationship with that client?
9 A. Norm Pellegrini.
10 Q. Do you know if she covered
11 Pennbrook Pines, Florida?
12 A. I don't know.
13 Q. Do you know who was the lead
14 banker for that client?
15 A. I don't know.
16 Q. Do you know who had the primary
17 relationship with that client?
18 A. I wouldn't know. Most of these
19 clients, because they are irrelevant.
20 Q. They are what?
21 A. Irrelevant.
22 Q. Why is that?
23 A. Because they are small and
24 typically don't do a lot and, you know,
25 wouldn't be something that would hit my radar

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1 B. F. LIVOLSKI
2 screen.
3 Q. What do you consider a lot?
4 A. I would consider a client that was
5 in the market on at least an annual basis with
6 sizable transactions. Miami Dade schools, MDX
7 may have been, Orange Orlando Expressway,
8 Broward County. Miami Beach wouldn't be
9 considered that, Miami wouldn't be considered
10 that.
11 Q. What do you mean by "sizable
12 transaction"?
13 A. It could be a couple of hundred to
14 \$500 million transactions.
15 Q. The value of the transaction?
16 A. The principal amount of the
17 transaction.
18 Q. And is the principal amount of the
19 transaction tied to the revenue that Citi
20 generates from the transaction?
21 A. It would be likely we get paid a
22 percentage of the principal amount.
23 Q. Do you know if Nadine covered the
24 City of Atlanta?
25 A. I am not sure. Possibly.

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1 B. F. LIVOLSKI
2 Q. Do you know who was the lead
3 banker for that client?
4 A. Again, it would have been Guy
5 Logan.
6 Q. Do you know who had the primary
7 relationship with that client?
8 A. It would have been Guy Logan.
9 Q. Do you know if Nadine covered Cobb
10 County Georgia?
11 A. Possibly.
12 Q. Do you know who the lead banker
13 was for that client?
14 A. It would have been either Noga,
15 Ray Noga, Rick Paterson or Guy Logan.
16 Q. Do you know who had the primary
17 relationship with that client?
18 A. It would have been either one of
19 those three probably, Ray Noga.
20 Q. Do you know if Nadine covered
21 Fulton County Georgia?
22 A. I have no idea.
23 Q. Do you know who was the lead
24 banker for that client?
25 A. Ray Noga.

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1 B. F. LIVOLSKI

2 Q. Do you know who had the primary

3 relationship with that client?

4 A. Ray Noga.

5 Q. Do you know if Nadine covered

6 Fulton County Recreational Development?

7 A. I have no idea.

8 Q. Do you know who was the lead

9 banker for that client?

10 A. I would make an assumption it was

11 Guy Logan because he was responsible for

12 Atlanta.

13 Q. Do you know who had the primary

14 relationship of that client?

15 A. I think it would have been Guy

16 Logan for the same reason I just stated.

17 Q. Do you know if Nadine covered

18 Virgin Islands Public Finance Authority?

19 A. She has spent time there.

20 Q. Do you know if she covered that

21 client?

22 MR. BATTAGLIA: Objection.

23 A. I would assume she did, yes.

24 Q. Do you know what I mean when I say

25 "covered"?

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1 B. F. LIVOLSKI

2 A. Well, you could define for me if

3 you like.

4 Q. You have been answering the

5 questions, so in your mind what does that word

6 mean?

7 A. Covered means being involved in an

8 account.

9 Q. Okay. Do you know who was the

10 lead banker for Virgin Islands Government

11 Public Finance Authority?

12 A. I don't know for sure, but it

13 could very well have been James Haddon. He

14 was the original relationship and I don't know

15 if he was still in public finance in '08.

16 Q. If he was not in public finance in

17 '08, do you know who would be the lead banker

18 for that client?

19 A. Nadine probably.

20 Q. Do you know if Nadine covered

21 Virgin Islands Water and Power Authority?

22 A. I would assume she covered

23 everything in the Virgin Islands.

24 Q. Do you know if she was the lead

25 banker for anything in the Virgin Islands?

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1 B. F. LIVOLSKI

2 A. I would assume she was the lead

3 banker if James Haddon wasn't in public

4 finance at that time.

5 Q. And would she have been the

6 primary relationship with the Virgin Islands

7 if James Haddon wasn't there at the time?

8 A. She probably would have been the

9 primary relationship.

10 Q. Do you know if Nadine covered the

11 City of Detroit?

12 A. She may have been part of a team

13 that covered Detroit.

14 Q. Do you know who was the lead

15 banker for that client?

16 A. If it wasn't Haddon, it was Guy

17 Logan.

18 Q. And do you know who had the

19 primary relationship with that client?

20 A. If it wasn't Haddon it was Guy

21 Logan.

22 Q. Did you discuss any of these

23 clients when you spoke to Mr. Pellegrini?

24 A. I don't recall.

25 Q. Let me just finish asking the

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1 B. F. LIVOLSKI

2 question.

3 A. I thought you had finished.

4 Q. It is okay. My voice makes me

5 stop sometimes.

6 Do you recall discussing any of

7 these clients with Mr. Pellegrini when you

8 were identifying Nadine for layoff?

9 A. I don't recall discussing

10 individual clients like that. I don't recall.

11 Q. If you can flip over to the second

12 page.

13 A. Okay.

14 Q. Do you see the section entitled

15 "State of Connecticut"?

16 A. Yes.

17 Q. Do you know if Nadine covered any

18 clients for the State of Connecticut?

19 A. Nadine --

20 MR. BATTAGLIA: Objection. You

21 may answer.

22 A. Nadine was part of the team that

23 covered the State of Connecticut.

24 Q. And so would she have covered GO?

25 A. She would have been part of the

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1 B. F. LIVOLSKI
2 Q. But they all report in to you,
3 don't they?
4 A. No, associates and analysts report
5 to Marty Feinstein.
6 Q. Even if they work in your region?
7 A. Correct.
8 Q. So you have no supervisory
9 authority over analysts and associates?
10 MR. BATTAGLIA: Objection.
11 A. That seems to be the way it works,
12 yes. I don't do a review for them. Their
13 compensation is usually decided by human
14 resources. And that's it.
15 Q. Do the heads of your regions have
16 supervisory authority over the analysts and
17 associates?
18 MR. BATTAGLIA: Objection. You
19 may answer.
20 THE WITNESS: I can answer, right?
21 MR. BATTAGLIA: Yes.
22 A. I would say I have day-to-day
23 responsibility for them, but the actual
24 reporting, they probably report to Marty
25 Feinstein.

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1 B. F. LIVOLSKI
2 Q. So with respect to the analysts
3 and associates in your regions -- with respect
4 to the analysts and associates in your
5 regions, who would have considered them for
6 layoff?
7 MR. BATTAGLIA: Objection.
8 A. I really don't know what the
9 procedure would have been. Probably some
10 combination of Marty Feinstein, Frank Chin,
11 and the regional manager. I really wasn't
12 involved at that level typically that I can
13 recall.
14 Q. Do you know if Marty Feinstein was
15 familiar with the performance of the analysts
16 and associates in your regions?
17 MR. BATTAGLIA: Objection.
18 A. Well, I would -- his knowledge
19 probably would come from reports that are
20 submitted, evaluations that are submitted by
21 various bankers in the regions and in product
22 groups.
23 Q. Is there a difference in job
24 duties between an associate and a vice
25 president?

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1 B. F. LIVOLSKI
2 MR. BATTAGLIA: Objection.
3 A. There should be, but I think our
4 biggest problem in the industry is that a lot
5 of associates and a lot of -- a lot of vice
6 presidents do associate work. And I think
7 that's inefficient but that's just the way it
8 is structured.
9 Q. Is that true in November of 2008
10 for the southeast group?
11 A. Always been true. That's not to
12 say that there aren't exceptions and that's
13 not to say that it is a consistent approach.
14 But -- and let me rephrase that.
15 In the regions we're little bit
16 more disciplined, in that I have always
17 encouraged people at various levels to work
18 and achieve at a higher level.
19 Whereas in New York, where it is a
20 little more structured, associates and
21 analysts, even AVP's to a degree tend to end
22 up doing the same work. AVP's and vice
23 presidents are a lot -- typically a lot more
24 experienced, but it is the same work.
25 Q. Other than people selected for

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1 B. F. LIVOLSKI
2 your regions that you are responsible for,
3 were you involved in decisions to select
4 anyone else for layoff?
5 MR. BATTAGLIA: Objection. You
6 may answer.
7 A. I was in discussions about
8 everyone, but whether I was -- I mean, how do
9 you define involvement? Did I decide who it
10 was, did I isolate, did I select a person, no.
11 Q. So other than your group, you
12 didn't select anyone else?
13 MR. BATTAGLIA: Objection.
14 A. I didn't select anyone. It was a
15 group of people making selections. It was the
16 regional manager, it was me, it was Frank
17 Chin, it would have been David Brownstein.
18 I would not have had input on the
19 selection of a healthcare person. I don't
20 know them. I didn't know what any of those
21 folks did.
22 Q. So the only people who you
23 selected for layoff were those within the
24 regions you were responsible for?
25 MR. BATTAGLIA: Objection. You